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Proposed Attorneys for Chapter 11 Debtors  
and Debtors in Possession

**UNITED STATES BANKRUPTCY COURT  
CENTRAL DISTRICT OF CALIFORNIA  
SANTA ANA DIVISION**

In re:

TRX HOLDCO, LLC, a Delaware limited  
liability company,

Debtor and Debtor in Possession.

In re:

FITNESS ANYWHERE LLC, a Delaware  
limited liability company, dba TRX and TRX  
Training,

Debtor and Debtor in Possession.

☒ Affects both Debtors

☐ Affects TRX Holdco, LLC only

☐ Affects Fitness Anywhere, LLC only

Lead Case No.: 8:22-bk-10948-SC

Jointly administered with:  
8:22-bk-10949-SC

Chapter 11 Cases

**DEBTORS' EMERGENCY MOTION  
FOR ENTRY OF AN ORDER: (I)  
AUTHORIZING THE CONTINUED  
USE OF CERTAIN PORTIONS OF  
ITS CASH MANAGEMENT SYSTEM;  
(II) AUTHORIZING THE  
MAINTENANCE OF PRE-PETITION  
BANK ACCOUNTS; AND (III)  
AUTHORIZING BANKS TO  
RELEASE ADMINISTRATIVE  
HOLDS AND/OR FREEZES ON THE  
DEBTORS' PRE-PETITION  
ACCOUNTS; MEMORANDUM OF  
POINTS AND AUTHORITIES;  
DECLARATION OF MARK REIS IN  
SUPPORT THEREOF**

DATE: June 10, 2022  
TIME: 10:00 a.m.  
PLACE: \*Via ZoomGov  
Courtroom 5C  
411 West Fourth Street  
Santa Ana, CA 92701

1 Fitness Anywhere LLC, dba TRX and TRX Training (“Product Co”) and TRX Holdco,  
2 LLC (“Hold Co” and together with Product Co, the “Debtors”), debtors in possession in the above-  
3 captioned, jointly-administered, Chapter 11 bankruptcy cases, hereby move, on an emergency basis  
4 (the “Motion”), pursuant to 11 U.S.C. §§ 105 and 363, for entry of an order: (1) authorizing the  
5 continued use of certain portions of Product Co’s existing cash management system, (2)  
6 authorizing the maintenance and continued use of certain of Product Co’s existing bank accounts  
7 which receive revenue from customers, and (3) authorizing the release of any administrative  
8 freezes or holds on the Debtors’ bank accounts as a result of the bankruptcy filings (or for any  
9 other reason).

10 **BACKGROUND INFORMATION AND SUMMARY OF BASIS FOR RELIEF**

11 On June 8, 2022, the Debtors each filed a Voluntary Petition for relief under Chapter 11  
12 of the Bankruptcy Code. Since the Petition Date, the Debtors have operated their businesses and  
13 managed their affairs as debtors in possession pursuant to Sections 1107 and 1108 of the  
14 Bankruptcy Code.

15 The Debtors and their respective subsidiaries (collectively referred to herein as “TRX”)  
16 comprise a world leading functional fitness company. Since being founded in 2004, TRX has  
17 evolved into a digitally-enabled, vertically integrated, omni-channel fitness lifestyle brand with  
18 global reach powered by a large community of consumer and trainer enthusiasts.<sup>1</sup> TRX’s  
19 flagship and patented product - Suspension Trainer™ - is a highly versatile, portable, compact  
20 and affordable fitness and training device/workout tool with broad reach across demographic  
21 groups and fitness levels, which can be utilized effectively across fitness modalities. TRX offers  
22 a full line of functional training tools and accessories to complement the Suspension Trainer™ to  
23 serve all types of functional needs, from at-home essentials to complete gym installations. TRX  
24

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25  
26 <sup>1</sup> Hold Co holds a preferential and controlling interest in Product Co. Hold Co also wholly owns  
27 TRXperience, LLC (“Experience Co”). Experience Co has not filed a bankruptcy case. Product  
28 Co wholly owns Fitness Anywhere International LLC (100% by Product Co) and Fitness  
Anywhere Europe Cooperatief U.A. Netherlands (99% by Product Co and 1% by Fitness  
Anywhere International LLC), none of which have filed a bankruptcy case.

also launched in 2021 a purpose-built digital subscription-based platform - the TRX Training Club® - that offers a library of on-demand videos and daily live classes.

Product Co's business consists primarily of the procurement and sale of products under the TRX brand name. As of the Petition Date, Product Co collected revenue and disbursed funds utilizing a network of bank accounts located at Woodforest National Bank (the "Bank")<sup>2</sup>, as follows:

Account Number	Account Description and Proposed Disposition of Account
7087	Concentration account into which revenue from collection accounts is swept on a daily basis. This account will be closed and a new "debtor in possession" account will be opened at an authorized depository to replace this account.
7996	Disbursement account from which Product Co makes disbursements. This account will be closed and a new "debtor in possession" account will be opened at an authorized depository to replace this account.
7988	Tax account from which Product Co funds tax obligations such as sales tax (which Product Co disburses to a third party which administers Product Co's sales tax obligations). This account will be closed and a new "debtor in possession" account will be opened at an authorized depository to replace this account.
7970	Collection account which collects revenue generated from sales using PayPal. <b>Product Co requests that this account remain open to ensure there is no interruption in the flow of revenue.</b>
8010	Collection account which collects revenue from e-commerce. <b>Product Co requests that this account remain open to ensure there is no interruption in the flow of revenue.</b>
8002	Lockbox account which collects revenue generated from sales to retailers (such as Best Buy, Dick's Sporting Goods and fitness centers). <b>Product Co requests that this account remain open to ensure there is no interruption in the flow of revenue.</b>
8101	Dormant account which is not in use. This account will be closed.
8119	Dormant account which is not in use. This account will be closed.
8127	Dormant account which is not in use. This account will be closed.
8135	Dormant account which is not in use. This account will be closed.

Pursuant to this Motion, Product Co seeks Court authority to maintain and keep open the collection accounts (7970 and 8001) and the lockbox account (8002) (collectively, the "Collection Accounts"). All customer payments to Product Co are initially deposited into one of the three Collection Accounts, depending on the source of revenue, including automatic,

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<sup>2</sup> The Bank is the Debtors' sole secured creditor.

1 recurring and electronic payments. Requiring Product Co to close the Collection account would  
2 result in the delay in the receipt of payments and unnecessary disruptions to operations. Re-  
3 establishing and re-connecting deposits and billings to new accounts would be impractical,  
4 disruptive, costly and an inefficient use of the Debtors' resources. Product Co will still open  
5 debtor in possession accounts as indicated above, including in order to sweep funds from the  
6 Collection Account into a debtor in possession operating account, and Product Co will make all  
7 disbursements from debtor in possession accounts.

8 The relief requested herein will help ensure the Debtors' smooth transition into chapter  
9 11 by allowed Product Co to keep the Collection Accounts and avoid any interruption or  
10 disruption in Product Co's receipt of revenue. It is important that this Motion be heard on an  
11 emergency basis so that Product Co may immediately comply with applicable requirements  
12 concerning the Collection Accounts.

13 In order to provide maximum notice of this Motion, concurrently with the filing of this  
14 Motion with the Court, the Debtors have served a copy of this Motion and all supportive papers  
15 (including notice of the hearing on the Motion) upon the Office of the United States Trustee, the  
16 Bank, the 20 largest unsecured creditors of each of the Debtors and parties requesting special  
17 notice via overnight mail.

18 **ADDITIONAL INFORMATION**

19 This Motion is based on this Notice of Motion and Motion, the supporting Memorandum  
20 of Points and Authorities, the attached Declaration of Mark Reis, the arguments and statements  
21 of counsel to be made at the hearing on the Motion, and other admissible evidence properly  
22 brought before the Court.

23 In order to provide maximum notice of this Motion, on June 8, 2022, Product Co will  
24 serve a copy of this Motion and notice of the Motion and all supportive papers upon the Office of  
25 the United States Trustee, the Debtors' twenty largest unsecured creditors, Woodforest National  
26 Bank and Farmers & Merchants Bank, and all those parties who have requested special notice  
27 **via overnight mail.**

28 **WHEREFORE**, the Debtors respectfully request that this Court enter an order:

- 1 (a) granting the Motion in its entirety;
- 2 (b) affirming the adequacy of the notice given;
- 3 (c) authorizing Product Co to maintain its prepetition cash management system as set
- 4 forth above and keep the Collection Accounts in place;
- 5 (d) authorizing the release of any administrative freezes or holds on any bank
- 6 accounts of the Debtors; and
- 7 (e) granting such other and further relief as the Court deems just and proper.

8 Dated: June 8, 2022

TRX HOLDCO, LLC  
FITNESS ANYWHERE LLC

9  
10 By: /s/ Krikor J. Meshefejian

11 RON BENDER  
12 KRIKOR J. MESHEFEJIAN  
13 LINDSEY L. SMITH  
14 LEVENE, NEALE, BENDER,  
15 YOO & GOLUBCHIK L.L.P.  
16 Proposed Attorneys for Chapter 11 Debtors  
17 and Debtors in Possession  
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MEMORANDUM OF POINTS AND AUTHORITIES

I.

STATEMENT OF FACTS

**PLEASE SEE DEBTORS' EMERGENCY MOTION FOR AUTHORITY TO USE CASH COLLATERAL AND THE DECLARATIONS OF BRENT LEFFEL, JAMES S. FELTMAN, JOSHUA BENN AND KRIKOR J. MESHEFEJIAN FOR BACKGROUND FACTS AND INFORMATION REGARDING THIS CASE, WHICH THE DEBTORS INCORPORATE HEREIN BY THIS REFERENCE.**

**A. The Debtors' Pre-petition Cash Management System.**

1. Fitness Anywhere LLC, dba TRX and TRX Training ("Product Co") and TRX Holdco, LLC ("Hold Co" and together with Product Co, the "Debtors"), debtors in possession in the above-captioned Chapter 11 bankruptcy cases<sup>3</sup> and their respective subsidiaries (collectively referred to herein as "TRX") comprise a world leading functional fitness company. Since being founded in 2004, TRX has evolved into a digitally-enabled, vertically integrated, omni-channel fitness lifestyle brand with global reach powered by a large community of consumer and trainer enthusiasts.<sup>3</sup> TRX's flagship and patented product - Suspension Trainer™ - is a highly versatile, portable, compact and affordable fitness and training device/workout tool with broad reach across demographic groups and fitness levels, which can be utilized effectively across fitness modalities. TRX offers a full line of functional training tools and accessories to complement the Suspension Trainer™ to serve all types of functional needs, from at-home essentials to complete gym installations. TRX also launched in 2021 a purpose-built digital subscription-based platform - the TRX Training Club® - that offers a library of on-demand videos and daily live classes.

2. Product Co's business consists primarily of the procurement and sale of products under the TRX brand name. As of the Petition Date, Product Co collected revenue and disbursed

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<sup>3</sup> Hold Co holds a preferential and controlling interest in Product Co. Hold Co also wholly owns TRXperience, LLC ("Experience Co"). Experience Co has not filed a bankruptcy case. Product Co wholly owns Fitness Anywhere International LLC (100% by Product Co) and Fitness Anywhere Europe Cooperatief U.A. Netherlands (99% by Product Co and 1% by Fitness Anywhere International LLC), none of which have filed a bankruptcy case.

funds utilizing a network of bank accounts located at Woodforest National Bank (the “Bank”)<sup>4</sup>, as follows:

Account Number	Account Description and Proposed Disposition of Account
7087	Concentration account into which revenue from collection accounts is swept on a daily basis. This account will be closed and a new “debtor in possession” account will be opened at an authorized depository to replace this account.
7996	Disbursement account from which Product Co makes disbursements. This account will be closed and a new “debtor in possession” account will be opened at an authorized depository to replace this account.
7988	Tax account from which Product Co funds tax obligations such as sales tax (which Product Co disburses to a third party which administers Product Co’s sales tax obligations). This account will be closed and a new “debtor in possession” account will be opened at an authorized depository to replace this account.
7970	Collection account which collects revenue generated from sales using PayPal. <b>Product Co requests that this account remain open to ensure there is no interruption in the flow of revenue.</b>
8010	Collection account which collects revenue from e-commerce. <b>Product Co requests that this account remain open to ensure there is no interruption in the flow of revenue.</b>
8002	Lockbox account which collects revenue generated from sales to retailers (such as Best Buy, Dick’s Sporting Goods and fitness centers). <b>Product Co requests that this account remain open to ensure there is no interruption in the flow of revenue.</b>
8101	Dormant account which is not in use. This account will be closed.
8119	Dormant account which is not in use. This account will be closed.
8127	Dormant account which is not in use. This account will be closed.
8135	Dormant account which is not in use. This account will be closed.

3. Pursuant to this Motion, Product Co seeks Court authority to maintain and keep open the collection accounts (7970 and 8001) and the lockbox account (8002) (collectively, the “Collection Accounts”). All customer payments to Product Co are initially deposited into one of the three Collection Accounts, depending on the source of revenue, including automatic, recurring and electronic payments. Requiring Product Co to close the Collection account would result in the delay in the receipt of payments and unnecessary disruptions to operations. Re-establishing and re-connecting deposits and billings to new accounts would be impractical, disruptive, costly and an inefficient use of the Debtors’ resources. Product Co will still open

<sup>4</sup> The Bank is the Debtors’ sole secured creditor.

debtor in possession accounts as indicated above, including in order to sweep funds from the Collection Account into a debtor in possession operating account, and Product Co will make all disbursements from debtor in possession accounts.

4. The relief requested herein will help ensure the Debtors' smooth transition into chapter 11 by allowed Product Co to keep the Collection Accounts and avoid any interruption or disruption in Product Co's receipt of revenue.

## II.

### DISCUSSION

Section 105(a) of the Bankruptcy Code provides:

"The court may issue any order, process or judgment that is necessary or appropriate to carry out the provisions of this title. No provision of this title providing for the raising of an issue by a party in interest shall be construed to preclude the court from, sua sponte, taking any action or making any determination necessary or appropriate to enforce or implement court orders or rules, or to prevent an abuse of process."

11 U.S.C. § 105(a). All of the relief requested herein is within the Court's authority to grant at its discretion. The Debtors respectfully request that the Court exercise its discretion to grant the relief requested herein.

**A. The Court Should Grant Product Co Authority To Maintain Certain Aspects Of Its Prepetition Cash Management System And Collection Accounts.**

Courts have routinely granted chapter 11 debtors authority to continue using their existing cash management systems. *See In re Pathmark Stores, Inc. et al.*, Case No. 00-02963(JJF) (D. Del. July 13, 2000); *In re Safety-Kleen Corp.*, Case No. 00-02303(PJW) (Bankr. D. Del. June 13, 2000); *In re Eagle Food Centers, Inc.*, Case No. 00-01311(RRN) (D. Del. March 2, 2000); *In re Philip Services (Delaware), Inc.*, Case No. 99-02385(MEW) (Bankr. D. Del. June 30, 1999); *see also, In re Grant Broadcasting of Philadelphia, Inc.*, 75 B.R. 819 (E.D. Penn. 1987); *In re Charter Company, et al.*, 778 F.2d 617 (11<sup>th</sup> Cir. 1985).



1 The Office of the United States Trustee has established certain operating guidelines for  
2 debtors-in-possession in order to supervise the administration of chapter 11 cases. These  
3 guidelines require chapter 11 debtors to, among other things; (i) close all existing bank accounts  
4 and open new debtor-in-possession bank accounts; (ii) establish one debtor-in-possession  
5 account for all estate monies required for the payment of taxes, including payroll taxes; (iii)  
6 maintain a separate debtor-in-possession operating account and (iv) obtain checks for all debtor-  
7 in-possession accounts which bear the designation “Debtor-in-Possession,” the bankruptcy case  
8 number and the type of accounts.

9 The Debtors will close their prepetition bank accounts and open new debtor in possession  
10 accounts, except that Product Co requests authority to maintain the Collection Accounts so that  
11 there is no interruption or disruption to the flow of revenue to Product Co from customers,  
12 including in connection with any automatic, recurring and electronic payments that are  
13 associated with the Collection Accounts.

14 Requiring Product Co to close the Collection Accounts would result in the delay in the  
15 receipt of payments, and disruptions to operations. Re-establishing and re-connecting deposits  
16 and payments to new accounts would be impractical, disruptive, costly, and an inefficient use of  
17 the Debtors’ resources.

18 The Collection Accounts comprise an established portion of Product Co’s cash  
19 management system that Product Co needs to maintain and ensure orderly and smooth  
20 collections in the ordinary course during these cases. In order to avoid delays in payments and  
21 collection of revenue, to ensure as smooth a transition into chapter 11 as possible with minimal  
22 disruption, it is important that Product Co be permitted to maintain the Collectin Accounts.

23 **B. The Court Should Authorize The Banking Institutions To Immediately Release Any**  
24 **And All Administrative Holds And/Or Freezes That They May Have On Any Of**  
25 **The Debtors’ Bank Accounts.**

26 Some courts have found the placement of an administrative “freeze” or hold on the bank  
27 account of a Chapter 11 debtor results in, at a minimum, “unauthorized interference with the  
28 property of the Chapter 11 debtor without leave of the Court.” *See e.g., In re Executive*

1 *Associates, Inc.*, 24 B.R. 171, 172 (Bankr. S.D. Tex. 1982); *see accord In re LHG Resources,*  
2 *Inc.*, 34 B.R. 202, 203 (Bankr. W.D. Tex. 1983). Nevertheless, under some circumstances, some  
3 courts have found such actions not to be problematic. See e.g., *In re Lough*, 163 B.R. 586  
4 (Bankr. D. Idaho 1994)(freeze which credit union placed on deposit securing its overdraft  
5 protection loan to debtor depositors was not improper “setoff,” in violation of automatic stay).

6 The Debtors are not seeking any determination from the Court with respect to the validity  
7 or the permissibility of the policy described above. Nonetheless, in an abundance of caution, the  
8 Debtors respectfully request that the Court exercise its authority pursuant to Section 105 and  
9 authorize the immediate release on all holds or freezes, if any, on any of the Debtors’ bank  
10 accounts so that the Debtors can transfer funds in such accounts to their debtor in possession  
11 accounts (once opened).

12 **III.**

13 **CONCLUSION**

14 Based upon all of the foregoing, the Debtors respectfully request entry of an order:

- 15 (a) granting the Motion in its entirety;
- 16 (b) affirming the adequacy of the notice given;
- 17 (c) authorizing Product Co to maintain its prepetition cash management system as set  
18 forth above and keep the Collection Accounts in place;
- 19 (d) authorizing the release of any administrative freezes or holds on any bank  
20 accounts of the Debtors; and
- 21 (e) granting such other and further relief as the Court deems just and proper.

22 Dated: June 8, 2022

TRX HOLDCO, LLC  
FITNESS ANYWHERE LLC

23 By: /s/ Krikor J. Meshefejian  
24 RON BENDER  
25 KRIKOR J. MESHEFEJIAN  
26 LINDSEY L. SMITH  
LEVENE, NEALE, BENDER,  
YOO & GOLUBCHIK L.L.P.  
27 Proposed Attorneys for Debtors and  
28 Debtors in Possession

**DECLARATION OF MARK REIS**

I, Mark Reis, hereby declare under penalty of perjury as follows:

1. I am the Chief Financial Officer of TRX Holdco, LLC (“Hold Co”) and Fitness Anywhere LLC, dba TRX and TRX Training (“Product Co” and together with Hold Co, the “Debtors”), and I have held this position since approximately October 2019. I am responsible for the day-to-day management and oversight of the finance functions of the Debtors. My duties comprise of general management across the following areas of responsibility: finance; accounting (oversight of controller function); tax; banking relationship management; and management of external auditors. I have personal knowledge of the facts set forth in this Declaration and if called as a witness, could and would testify competently with respect thereof.

2. Product Co’s business consists primarily of the procurement and sale of products under the TRX brand name. As of the Petition Date, Product Co collected revenue and disbursed funds utilizing a network of bank accounts located at Woodforest National Bank (the “Bank”), as follows:

Account Number	Account Description and Proposed Disposition of Account
7087	Concentration account into which revenue from collection accounts is swept on a daily basis. This account will be closed and a new “debtor in possession” account will be opened at an authorized depository to replace this account.
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8010	Collection account which collects revenue from e-commerce. <b>Product Co requests that this account remain open to ensure there is no interruption in the flow of revenue.</b>
8002	Lockbox account which collects revenue generated from sales to retailers (such as Best Buy, Dick’s Sporting Goods and fitness centers). <b>Product Co requests that this account remain open to ensure there is no interruption in the flow of revenue.</b>

Account Number	Account Description and Proposed Disposition of Account
8101	Dormant account which is not in use. This account will be closed.
8119	Dormant account which is not in use. This account will be closed.
8127	Dormant account which is not in use. This account will be closed.
8135	Dormant account which is not in use. This account will be closed.

3. Product Co seeks Court authority to maintain and keep open the collection accounts (7970 and 8010) and the lockbox account (8002) (collectively, the “Collection Accounts”). All customer payments to Product Co are initially deposited into one of the three Collection Accounts, depending on the source of revenue, including automatic, recurring and electronic payments. Requiring Product Co to close the Collection account would result in the delay in the receipt of payments and unnecessary disruptions to operations. Re-establishing and re-connecting deposits and billings to new accounts would be impractical, disruptive, costly and an inefficient use of the Debtors’ resources. Product Co will still open debtor in possession accounts as indicated above, including in order to sweep funds from the Collection Account into a debtor in possession operating account, and Product Co will make all disbursements from debtor in possession accounts.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 8th day of June, 2022, at Reedsville, Wisconsin.



MARK REIS

## PROOF OF SERVICE OF DOCUMENT

I am over the age of 18 and not a party to this bankruptcy case or adversary proceeding. My business address is:  
2818 La Cienega Avenue, Los Angeles, CA 90034

A true and correct copy of the foregoing document entitled (*specify*): **DEBTORS' EMERGENCY MOTION FOR ENTRY OF AN ORDER: (I) AUTHORIZING THE CONTINUED USE OF CERTAIN PORTIONS OF ITS CASH MANAGEMENT SYSTEM; (II) AUTHORIZING THE MAINTENANCE OF PRE-PETITION BANK ACCOUNTS; AND (III) AUTHORIZING BANKS TO RELEASE ADMINISTRATIVE HOLDS AND/OR FREEZES ON THE DEBTORS' PRE-PETITION ACCOUNTS; MEMORANDUM OF POINTS AND AUTHORITIES; DECLARATION OF MARK REIS IN SUPPORT THEREOF** will be served or was served (a) on the judge in chambers in the form and manner required by LBR 5005-2(d); and (b) in the manner stated below:

1. **TO BE SERVED BY THE COURT VIA NOTICE OF ELECTRONIC FILING (NEF)**: Pursuant to controlling General Orders and LBR, the foregoing document will be served by the court via NEF and hyperlink to the document. On (*date*) **June 8, 2022**, I checked the CM/ECF docket for this bankruptcy case or adversary proceeding and determined that the following persons are on the Electronic Mail Notice List to receive NEF transmission at the email addresses stated below:

- Ron Bender rb@lnbyb.com
- Michael J Hauser michael.hauser@usdoj.gov
- Marsha A Houston mhouston@reedsmith.com, hvalencia@reedsmith.com
- Christopher O Rivas crivas@reedsmith.com, chris-rivas-8658@ecf.pacerpro.com
- Lindsey L Smith lls@lnbyg.com, lls@ecf.inforuptcy.com
- United States Trustee (SA) ustpregion16.sa.ecf@usdoj.gov

2. **SERVED BY UNITED STATES MAIL**: On (*date*) **June 8, 2022**, I served the following persons and/or entities at the last known addresses in this bankruptcy case or adversary proceeding by placing a true and correct copy thereof in a sealed envelope in the United States mail, first class, postage prepaid, and addressed as follows. Listing the judge here constitutes a declaration that mailing to the judge will be completed no later than 24 hours after the document is filed.

☐ Service information continued on attached page

3. **SERVED BY PERSONAL DELIVERY, OVERNIGHT MAIL, FACSIMILE TRANSMISSION OR EMAIL** (state method for each person or entity served): Pursuant to F.R.Civ.P. 5 and/or controlling LBR, on (*date*) **June 8, 2022**, I served the following persons and/or entities by personal delivery, overnight mail service, or (for those who consented in writing to such service method), by facsimile transmission and/or email as follows. Listing the judge here constitutes a declaration that personal delivery on, or overnight mail to, the judge will be completed no later than 24 hours after the document is filed.

### **SERVED BY PERSONAL DELIVERY**

Honorable Scott C. Clarkson  
U.S. Bankruptcy Court, Ronald Reagan Federal Building  
411 West Fourth Street  
Suite 5130  
Santa Ana, CA 92701-4593

☒ Service information **BY OVERNIGHT MAIL** continued on attached page

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

June 8, 2022  
Date

Lourdes Cruz  
Printed Name

/s/ Lourdes Cruz  
Signature

In re TRX Holdco, LLC  
File No. 9738  
UST, 20 Largest, Secured

Michael J Hauser  
United States Trustee  
411 W Fourth St Suite 7160  
Santa Ana, CA 92701-4593

Baker Tilly US, LLP  
10 Terrace Court PO Box 7398  
Madison, WI 53707-7398

Cole Schotz P.C.  
25 Main Street P.O. Box 800  
Hackensack, NJ 07602

Creative Artists Agency  
Attn: Jeffrey Freedman  
2000 Avenue of the Stars  
Los Angeles, CA 90067

JMBM LLP  
1900 Avenue of the Stars  
Los Angeles, CA 90067

Morrison & Morrison  
222 Souther Riverside Plaza  
Chicago, IL 60606

Sterling Legal Solutions, Inc.  
Attn: Stephanie Sterling  
26895 Aliso Creek Rd., B-129  
Aliso Viejo, CA 92656

UDR-Eight 80  
1590 Adams Avenue  
PO Box 2350  
Costa Mesa, CA 92628

UDR-Eight 80  
Agent for Service of Process  
330 N. Brand Blvd., Suite 700  
Glendale, CA 91203

Sterling Legal Solutions, Inc.  
Agent for Service of Process  
720 14<sup>th</sup> Street  
Sacramento, CA 95814

OTHER

Farmers & Merchants Bank  
2421 East Coast Hwy  
Corona del Mar, CA 92625

Farmers & Merchants Bank  
Attn: Christine M Bowman  
302 Pine Avenue  
Long Beach, CA 90802

SECURED

Counsel for Woodforest National Bank  
Katten Muchin Rosenmann LLP  
Attn: Jan Harris Cate, Esq.  
515 South Flower Street, Suite 1000  
Los Angeles, CA 90071

Woodforest National Bank  
Attn: CMB Loan Operations  
25231 Grogans Mill Road, 6th Floor  
The Woodlands, TX 77380

Woodforest National Bank  
Attn: David A. Macdonald  
1330 Lake Robbins Drive, Suite 500  
The Woodlands, TX 77380

Counsel for Woodforest National Bank  
ReedSmith  
Marsha Houston/Christopher Rivas  
355 South Grand Avenue, Suite 2900  
Los Angeles, CA, 90071

In re Fitness Anywhere LLC  
File No. 9732  
UST, 20 Largest and Secured

Exemplar Design  
4680 Parkway Drive  
Suite 300  
Mason, OK 45040

Michael J Hauser  
United States Trustee  
411 W Fourth St Suite 7160  
Santa Ana, CA 92701-4593

Exemplar Design  
4680 Parkway Drive Suite 300  
Mason, OH 45040

Core Health & Fitness, LLC  
4400 Northeast 77th Avenue  
Suite 300  
Manufacturer Land America  
Vancouver, WA 98662

Stephen Gould Corporation  
35 South Jefferson Road  
Whippany, NJ 07981

Flexport Inc  
P.O. Box 207244  
Dallas, TX 75320-7244

UPS Plan 0386NE  
55 Glenlake Parkway NE  
Atlanta, GA 30328

Duane Morris LLP  
30 South 17th Street  
Philadelphia, PA 19103-4196

Buy Box Experts  
3020 N Cullen Ct. Pleasant  
Grove, UT 84062

MAN Staffing, LLC  
550 East Del Amo Boulevard  
Carson, CA 90746

Syzygy Digital Marketing, Inc  
41 Flatbush Avenue  
Brooklyn, NY 11217

Lahlouh Inc  
Attn: H. John Lahlouh  
1649 Adrian Road  
Burlingame, CA 94010

US Customs and Border Protection  
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